

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO,

Debtor.¹

PROMESA
Title III

No. 17 BK 3283-LTS
(Jointly Administered)

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

PUERTO RICO HIGHWAYS AND
TRANSPORTATION AUTHORITY (“HTA”),

Debtor.

PROMESA
Title III

No. 17 BK 3567-LTS

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (the “Commonwealth”) (Bankruptcy Case No. 17-BK-3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17-BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17-BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority (“PBA”) (Bankruptcy Case No. 19-BK-5233-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

**UNOPPOSED URGENT JOINT MOTION OF ASSURED GUARANTY CORP.,
ASSURED GUARANTY MUNICIPAL CORP., NATIONAL PUBLIC FINANCE
GUARANTEE CORPORATION, AMBAC ASSURANCE CORPORATION, AND
FINANCIAL GUARANTY INSURANCE COMPANY FOR LEAVE TO EXCEED PAGE
LIMIT WITH RESPECT TO PROPOSED AMENDED PRIFA LIFT STAY MOTION,
AMENDED HTA LIFT STAY MOTION, AND CCDA LIFT STAY MOTION**

To the Honorable United States District Judge Laura Taylor Swain:

Assured Guaranty Corp., Assured Guaranty Municipal Corp. (together, “Assured”), National Public Finance Guarantee Corp. (“National”), Ambac Assurance Corporation (“Ambac”), and Financial Guaranty Insurance Company (“FGIC”, and together with Assured, National, and Ambac, the “Movants”) hereby file this unopposed urgent motion (the “Urgent Motion”) requesting entry of an order, substantially in the form attached hereto as Exhibit A, allowing Movants, in their capacities as holders and/or insurers of bonds issued by the Puerto Rico Infrastructure Financing Authority (“PRIFA”), Puerto Rico Highways and Transportation Authority (“HTA”), and/or Puerto Rico Convention Center District Authority (“CCDA”), to file joint motions for relief from the automatic stay or for adequate protection in excess of the thirty-five (35) page limit set forth in the Tenth Amended Notice, Case Management and Administrative Procedures (ECF No. 8027-1 in Case No. 17-3283, the “Case Management Procedures”). In support of this Urgent Motion, Movants respectfully state as follows:

JURISDICTION AND VENUE

1. The United States District Court for the District of Puerto Rico has subject-matter jurisdiction over this matter pursuant to Section 306(a) of PROMESA. Venue is proper pursuant to Section 307(a) of PROMESA.

BASIS FOR RELIEF REQUESTED

2. On May 30, 2019, Ambac filed its *Motion and Memorandum of Law in Support of Its Motion Concerning Application of the Automatic Stay to the Revenues Securing PRIFA Rum*

Tax Bonds (ECF No. 7176, the “PRIFA Lift Stay Motion”), which motion was subsequently joined by FGIC and Assured.

3. On August 23, 2019, Assured and National filed their *Motion of Assured Guaranty Corp., Assured Guaranty Municipal Corp., and National Public Finance Guarantee Corporation for Adequate Protection or, In the Alternative, For Relief from the Lift Stay* (ECF No. 8536, the “HTA Lift Stay Motion”).

4. On December 19, 2019, this Court entered its *Interim Case Management Order for Revenue Bonds* (ECF No. 9620, the “Interim Revenue Bonds Order”).

5. Pursuant to paragraph 1.a of the Interim Revenue Bonds Order, “[a]ny motion to amend the PRIFA Lift Stay Motion shall be filed no later than January 16, 2020.” See Interim Revenue Bonds Order ¶ 1.a. Pursuant to paragraph 1.b of the Interim Revenue Bonds Order, “[a]ny amendments to the HTA Lift Stay Motion shall be filed no later than January 16, 2020.” See Interim Revenue Bonds Order ¶ 1.b. Pursuant to paragraph 1.c of the Interim Revenue Bonds Order, “[t]he CCDA Lift Stay Motion shall be filed no later than January 16, 2020.” See Interim Revenue Bonds Order ¶ 1.c.

6. In accordance with the Interim Revenue Bonds Order, on or before January 16, 2020, Movants Assured, Ambac and FGIC plan to file (i) a motion to amend the PRIFA Lift Stay Motion, which will attach a proposed amended pleading (the “Proposed Amended PRIFA Lift Stay Motion”), (ii) an amended version of the HTA Lift Stay Motion (the “Amended HTA Lift Stay Motion”) and (iii) a motion to lift the automatic stay with respect to bonds issued by CCDA, (the “CCDA Lift Stay Motion”) (and, collectively with the Proposed Amended PRIFA Lift Stay Motion and the Amended HTA Lift Stay Motion, the “Revenue Bond Lift Stay Motions”). Movant National intends to be a movant in the Amended HTA Lift Stay Motion.

7. Movants respectfully request that they be allowed to exceed the thirty-five (35) page limit set forth in Section I.E of the Case Management Procedures for memoranda of law in

support of motions and instead be allowed to file one joint memorandum of law in support of each of the Revenue Bond Lift Stay Motions of no more than **sixty (60) pages**, exclusive of the cover page, tables of contents and authorities, signature pages, exhibits, and the certificate of service (and, in the case of the Proposed Amended PRIFA Lift Stay Motion, only in the event that the Court grants Movants' forthcoming motion to amend the PRIFA Lift Stay Motion).

8. Movants respectfully submit that, to adequately discuss all points of argument in the Revenue Bond Lift Stay Motions, they will require more than the thirty-five pages permitted in the Case Management Procedures. Among other things, each joint memorandum of law will include arguments from three or more Movants. Movants need additional pages to ensure they can include in one memorandum of law all of the arguments that each Movant intends to raise. Furthermore, additional events, including developments in the case law, have transpired since the filing of the original PRIFA and HTA Lift Stay Motions. These developments merit additional discussion.

9. Paragraph 7 of the Interim Revenue Bonds Order requires “[p]arties whose respective positions are aligned” to “use reasonable efforts to draft a single brief and coordinate to minimize duplicative briefs.” See Interim Revenue Bonds Order ¶ 7. In keeping with this direction, Movants have been working collaboratively in an effort to file joint memoranda of law in support of each of the Revenue Bond Lift Stay Motions, thereby avoiding “unduly repetitious” briefs and “duplicative arguments.” See id. If Movants were instead to file separate briefs, the potential would exist for up to 140 pages of briefing on the Amended HTA Lift Stay Motion and up to 105 pages of briefing on the CCDA Lift Stay Motion and the Proposed Amended PRIFA Lift Stay Motion. By endeavoring to synthesize their arguments into joint briefs for each Revenue Bond Lift Stay Motion, Movants seek to reduce the total amount of briefing by at least 45 pages per motion, thereby increasing efficiency and reducing the burden upon this Court.

10. At the same time, Movants further submit that, given the overall importance of the Revenue Bond Lift Stay Motions, it is critical and necessary that the parties present full briefing on all issues to be raised in those motions. A modest twenty-five page (25) extension – which reduces the overall number of pages filed – is crucial to ensure that the full range of issues is adequately briefed by the parties.

11. Movants have conferred with counsel to the Financial Oversight and Management Board for Puerto Rico (“FOMB”) and the Puerto Rico Fiscal Agency and Financial Advisory Authority (“AAFAF”), who have indicated that the FOMB and AAFAF do not oppose the relief sought in this Urgent Motion.

12. Accordingly, Movants respectfully request authorization to file joint Revenue Bond Lift Stay Motions of no more than sixty (60) pages each, exclusive of the cover page, tables of contents and authorities, signature page, exhibits, and certificate of service (and, in the case of the Proposed Amended PRIFA Lift Stay Motion, only in the event that the Court grants Movants’ forthcoming motion to amend the PRIFA Lift Stay Motion). Movants submit that this request is reasonable and appropriate in light of the circumstances described above.

NOTICE

13. Notice of this Urgent Motion has been provided to the following entities, or their counsel, if known: (i) the U.S. Trustee; (ii) the Office of the U.S. Attorney for the District of Puerto Rico; (iii) the Puerto Rico Fiscal Agency and Financial Advisory Authority; (iv) FOMB; (v) the Official Committee of Unsecured Creditors; (vi) the Official Committee of Retired Employees of the Commonwealth of Puerto Rico; (vii) the insurers of the bonds issued or guaranteed by the Debtors; (viii) certain *ad hoc* groups of holders of bonds issued or guaranteed by the Debtors; and (ix) all parties that have filed a notice of appearance in the above-captioned Title III cases.

CERTIFICATION

14. In accordance with Section I.H. of the Case Management Procedures, the undersigned counsel certify that they have engaged in reasonable, good-faith communications with counsel for FOMB and AAFAF, and counsel for FOMB and AAFAF does not oppose the relief requested in this Urgent Motion. As required by Local Bankruptcy Rule 9013-1(a)(2), the undersigned counsel certify that counsel has carefully examined the matter and concluded that there is a true need for expedited consideration of the Urgent Motion, and that the undersigned counsel have not created the urgency through lack of due diligence on their part.

NO PRIOR REQUEST

15. No prior request for the relief requested herein has been made by the Movants to this or to any other court.

WHEREFORE, Movants respectfully request that this Court enter an order substantially in the form attached hereto as Exhibit A granting the relief requested herein and granting such other relief as this Court deems just and proper.

Dated: New York, New York
January 10, 2020

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CERTIFICATE OF SERVICE

I hereby certify that I filed this document electronically with the Clerk of the Court using the CM/ECF System, which will send notification of such filing to all parties of record in the captioned case.

By: /s/ Roberto Cámara-Fuertes
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